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CONFIDENTIAL INFORMATION

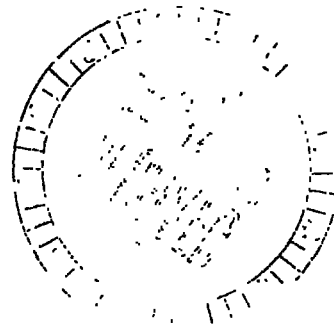
FIRST UNION RAIL

One O'Hare Centre
6250 River Road, Suite 5000
Rosemont, IL 60018-4214

VIA UPS 2nd DAY AIR

February 10, 2011

Chief, Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, S.W., Suite 100
Washington, DC 20423-0001
Re: Documents for Rail Recordation



Re: Memorandum of Lease Agreement

Dear Section Chief:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) originals and one (1) copy of a Memorandum of Lease Agreement dated January 24, 2011, a secondary document as defined in the Board's Rules for the Recordation of Documents. The enclosed document relates to the Lease Agreement which was duly filed with the Surface Transportation Board under primary Recordation Number 27500.

The names and addresses of the parties to the enclosed document are:

Lessor: First Union Rail Corporation
One O'Hare Centre
6250 N River Road, Suite 5000
Rosemont, IL 60018

Lessee: F & F Iron & Metal Co.
514 W Washington St.
Norton, KS 67654

A description of the railroad equipment covered by the enclosed document is for six (6) 66' gondola cars having NDYX marks (see Exhibit A for car numbers).

A short summary of the document to appear in the index follows: Memorandum of Lease

Also enclosed is a check in the amount of \$41.00 payable to the order of the Surface Transportation Board covering the required recordation fee. Kindly return one (1) stamped original of the enclosed document to the undersigned along with the additional copies.

If you have any questions regarding the above-referenced matter, please contact me at (847) 384-5397. Thank you for your cooperation in this matter.

Sincerely,

A handwritten signature in dark ink, appearing to read "Marcia Dunne", followed by a horizontal line.

Marcia Dunne
Senior Documentation Specialist

Enclosures

(FFIR006)

FEB 14 '11 -4 04 PM

ASSGN. NO.: FFIR006

MEMORANDUM OF LEASE

SUMMIT TRANSPORTATION BOARD

THIS MEMORANDUM OF LEASE (the "Memorandum") is made and entered into as of this the 24th day of January, 2011, by and between First Union Rail Corporation ("Lessor"), a North Carolina corporation, and F & F Iron & Metals Co. ("Lessee"), a Kansas corporation.

WITNESSETH:

The undersigned Lessor and Lessee have entered into that certain Lease Agreement (the "Lease"), dated as of April 21, 2008, whereby Lessor has agreed to lease to Lessee certain railcars pursuant to Rider No. 6 to the Lease (the "Rider"), as described in more particular on Exhibit A attached hereto, effective as of January 24th, 2011, and subject to the terms, conditions and provisions of the above-mentioned Lease and Rider.

IN WITNESS WHEREOF, the parties hereto have each caused this Memorandum to be duly executed under seal by their respective officers duly authorized as of the date and year first above written.

LESSOR:

FIRST UNION RAIL CORPORATION

ATTEST:

By: Richard F. Seymour

Name: _____

By: Susan Grobulsky

Title: _____

Name: SUSAN GROBULSKY

Title: ASSISTANT DIRECTOR OF DOCUMENTATION

Executed on this 4th day of February, 2011.

[CORPORATE SEAL]

STATE OF ILLINOIS

COUNTY OF COOK

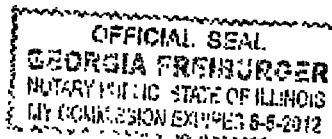
I, GEORGIA FREIBURGER, a Notary Public of the County and State aforesaid, certify that RICHARD F. SEYMOUR personally appeared before me this day and acknowledged his/her due execution of the foregoing Memorandum of Lease.

WITNESS my hand and official stamp or seal, this 4th day of February, 2011.

Georgia Freiburger
Notary Public

My Commission Expires:

6-2-2012
(Notary Public)



LESSEE:

F & F IRON & METALS CO.

ATTEST:

By: Von Paal

Name: Von Fahrenbruch

Title: President

By: Kiel Fahrenbruch

Name: Kiel Fahrenbruch

Title: Treasurer

Executed on this 24th day of January, 2011.

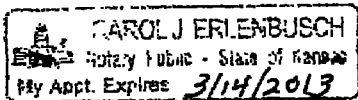
[CORPORATE SEAL]

STATE OF Kansas

COUNTY OF Norton

I, Carol J. Erlenbusch, a Notary Public of the County and State aforesaid, certify that Von Fahrenbruch personally appeared before me this day and acknowledged his/her due execution of the foregoing Memorandum of Lease.

WITNESS my hand and official stamp or seal, this 24th day of January, 2011.



Carol J. Erlenbusch
Notary Public

Commission Expires:

(Notary Public)

EXHIBIT A
to
MEMORANDUM OF LEASE

NUMBER OF CARS. Six (6)

DESCRIPTION OF CARS: Gondola Cars.

CAR NUMBERS:

NDYX 360035
NDYX 360064
NDYX 360099
NDYX 360119
NDYX 360150
NDYX 360187